



BY-LAWS

Updated November 9, 2019

ARTICLE I. TITLE, OBJECTIVES, LOCATION, AFFILIATION, DISSOLUTION

Section 1. Title

This organization is incorporated under the laws of the State of Washington and shall be known as the Reining Horse Association of the Northwest, and shall at all times be operated as a non-profit association in accordance with the laws of the State of Washington and the United States of America.

Section 2. Objectives

To promote and encourage the showing of reining horses regardless of breed of horse. To promote National Reining Horse Association (NRHA) sanctioned reining competitions. To educate interested parties, contestants and spectators so that they have a better understanding of reining horse performance.

Section 3. Place of Business

The principal place of business and post office address of this corporation shall be Spokane, WA or as the Board of Directors shall designate

Section 4. Parent Association

This corporation hereby adopts the regulations of the National Reining Horse Association and all proceedings and activities of this corporation shall coincide with said regulations.

Section 5. Dissolution

Upon the dissolution of the Association, the Board of Directors shall, after paying or making provision for payment of all the Association's liabilities, will dispose of all assets owned by the Association and proceeds thereof will be distributed to a charitable organization deemed non-profit by the laws of Washington State.

Section 6. Term of Existence Shall Be Perpetual

ARTICLE II. OFFICERS, LENGTH OF TERM, ELECTION OF OFFICERS, DUTIES OF OFFICERS

Section 1. Officers

The officers of the Association shall be President, Vice-President, Secretary, and Treasurer.

Section 2. Length of Term

Officers shall hold office for a period of two years or if a position has been vacated, a Board appointee will finish said term and be eligible for election at the end of the term. The terms of the President and the Treasurer shall commence on even years (ex. 2004-2005) and the terms of the Vice-President and the Secretary shall commence on odd years (ex. 2003-2004).

Section 3. Election of Officers

Election of officers will be held at the annual meeting in November and take office effective December 1st of each calendar year. In the case of a vacated position, the Board of Directors may appoint an individual to fulfill that term.

Section 4. Duties of Officers

All Officers and Directors must be in good standing with the RHANW and must pay their annual dues by January 31st of each year. In addition, Officers and Youth Director must be members in good standing with the NRHA as required by Article B, Affiliate Compliance, of the NRHA Handbook. Elected board members and Immediate Past-President are encouraged but not required to hold membership with the NRHA in addition to a RHANW membership.

President - It shall be the duty of the President to schedule, send notice, and preside over all general and special meetings. The President shall establish and delete committees as required for the performance of the Association; shall appoint the chairperson of said committees; shall serve as the Chairman of the Board of Directors and shall see that all orders and resolutions of the Board are carried into effect and to act upon any specific powers as delegated by the Board of Directors.

Vice-President - It shall be the duty of the Vice-President to perform all the duties of the President in case of his/her absence or incapacity.

Secretary - It shall be the duty of the Secretary to:

- a. Keep the minutes of the general and special meetings as well as the minutes of the Board of Directors meetings in a proper book.
- b. Be custodian of Corporate records and seal.
- c. Sign all official documents of the Association as directed by the Board of Directors.
- d. Perform miscellaneous duties not herein stated as may be directed by the Board from time to time.

Treasurer - It shall be the duty of the Treasurer to:

- a. Receive and be responsible for all corporation funds and deposit same in such bank accounts, trust companies, or other depositories as directed by the Board of Directors.
- b. Bondable for the safe charge of his/her duties in the sum and with such surety as the Board of Directors may determine. The premium of such bond shall be paid from corporate funds.
- c. Keep a current list of active member names, addresses, and phone numbers
- d. Calculate and to issue payback checks at each RHANW show.

Section 5. Miscellaneous Duties of Officers

The officers shall be charged with the daily operational responsibilities of the Association, including those that require immediate attention in order to maintain continuity. Any action taken without prior Board approval requires a quorum of the officers. The officers of the Association shall not, without prior Board approval bind the Association to any long term contractual obligations. Further, the officers shall not have the authority to bind the Association to any agreement, debt, obligation, or expenditures without prior approval of the Board of Directors, if the above mentioned exceeds the amount of \$500.00.

Section 6. Removal of Officers

Any officer elected by the membership may be removed by the Board of Directors whenever in its judgement, the best interests of the Association would be served thereby. However, such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 7. Vacancies

If the office of any officer becomes vacant for any reason, the Board of Directors may choose a successor or successors, who shall hold office for the unexpired time in respect of which such vacancy occurred. Vacancies in the Board of Directors, including vacancies resulting from an increase in the number of Directors, shall be filled by a majority of the remaining members of the Board, no less than a quorum, and each person so elected shall be a Director until the successor is elected by the membership, who may make such election at the next annual meeting of the membership, or at any special meeting duly called for that purpose and held prior thereto.

ARTICLE III. DIRECTORS

Section 1. Management

The business of this Association shall be managed by its Board of Directors. The officers and directors are the only persons to make motions and/or vote at board meetings.

Section 2. Board Members

The Board of Directors shall consist of the President, Vice-President, Secretary, Treasurer, Youth Director, Immediate Past-President, and four (4) elected members. The four elected Members will hold office for a term of two (2) years; terms to be staggered by electing two (2) directors in even numbered years and two (2) in odd numbered years. The Youth Director and Immediate Past-President will hold office for a term as outlined in the duties below. These Directors shall not be personally liable for any debts, liabilities or other obligations of the Association and will receive no compensation for their appointed position.

Elected Board Member – It shall be the duty of the four (4) elected Members to generally manage the affairs, finances and property of the Association, to which they shall make an annual report to the membership at the Annual Meeting. In addition to the powers and authorities by these By-Laws expressly conferred upon them, the Members may exercise all such powers of the Association and do all such lawful acts that are not prohibited by statute or by these By-Laws.

Youth Director – It shall be the duty of the Youth Director to promote and encourage the participation of youth members in the sport of reining; acquaint youth members with the structures and functions of the NRHyA; to improve and develop the capabilities of youth members, both individually and through group participation; to develop leadership skills, scholarship opportunities, and participation in the sport of Reining; and to establish a means whereby youth members may work in conjunction with the Board of Directors. Term shall be one (1) year as determined by election at the each annual meeting of the membership.

Immediate Past-President – It shall be the duty of the Past-President to ensure continuity during governance transitions and organizational change, to help ensure the appropriate succession of Officers and Directors, to support the President in his/her role on an as-needed basis, and to provide continuity to the organization by providing historical context for issues. Term shall be one (1) year immediately following his/her term as President or as otherwise determined by the Board of Directors.

Section 3. Affiliate's Appointed Board Members

Each affiliate club may appoint one member from their organization to sit on the Board of Directors. Each appointed affiliate Board member will serve a one-year term.

Section 4. Director's Quorum

Any Articles or Sections contained herein, or any other Association business requiring Board approval shall require a quorum of the Directors to change or enact. A quorum of Directors shall consist of two-thirds (2/3) of the current Directors.

Section 5. Meeting Attendance

Any Board of Director missing two (2) consecutive Board Meetings per year may be removed for cause in accordance with Article II Section 6. Said vacancy shall be filled by the Board in accordance with Article II. Section 7.

Section 6, E-mail.

The business of the Association can be conducted by the officers and directors of the Association via e-mail.

ARTICLE IV. MEMBERSHIP MEETINGS**Section 1. Annual Meeting**

The annual membership meeting of this Association shall be held in November each calendar year. For election purposes only, current year's membership will be eligible to vote. At that time officers shall be elected and any other business may be transacted. Notice will be given to each member at least 30 days prior to the meeting date. Upon request, absentee ballots for election of officers and by-Law amendments will be sent to members.

Section 2. Special Membership Meetings

Special membership meetings may be called by the Board of Directors to be held at a time and place designated by them. Notice for special meetings must be given at least 15 days prior to the meetings. Business transacted at all special meetings shall be confined to the subjects stated in the call and/or notice of the meeting and to matters germane thereto.

Section 3. Quorum

At any meeting of the Association, the members present shall constitute a quorum regardless of the number actually present.

Section 4. General Meetings

General meetings of the Association shall be determined by the Board and announced to the membership in any outgoing Association correspondence (i.e. newsletter, website) prior to the meeting. At the officer's discretion, general meetings during show season may be held in conjunction with said show. Notice of revised meeting dates shall be posted in prior month's Association correspondence (i.e. newsletter, website).

ARTICLE V. MEMBERSHIP

Section 1. Qualification

Membership is open to any individual of good character and reputation that has an interest in reining horses and the promotion of the reining horse.

Section 2. Admittance

After completing a membership application and paying yearly dues, a member shall be admitted and retained in accordance with the rules and regulations of the Association.

Section 3. Dues

Each member of the Association shall pay annual membership dues. Said dues are due and payable at the commencement of each fiscal year. The fiscal year of the RHANW shall be January 1st through December 31st of each year.

Dues will be as follows:

Individual	\$30.00/person/year, or:
Family	\$45.00/family with children 18 & under. Amount breaks down as follows: 30.00/person; \$10.00/spouse; \$5.00/child 18 & under to a maximum of \$45.00.

Section 4. Amendment of Membership Fees

Membership fees are a part of the By-Laws and may be amended only at the annual meeting to be held in November of each year.

ARTICLE VI. AFFILIATE ASSOCIATIONS

Section 1. Qualifications

Other associations promoting reining can become an affiliate of the RHANW. Said associations shall be a non-profit organization recognized by a state, shall have at least 10 members and shall hold at least an annual meeting. Said organization shall pay a \$20.00 annual due to the RHANW.

Section 2. Board Appointees

Affiliate organizations cannot use the name of the Association for any reason, especially to promote events or for fund raising without the express consent of the Board of Directors of the RHANW.

ARTICLE VII. DISCIPLINARY PROCEDURES, PROTESTS AND GRIEVANCES

Section 1. Cause

Any member of the Association may be disciplined or suspended upon showing of good cause. Any member may be denied membership and the privileges thereof if satisfactory evidence to substantiate such denial is presented to the Board of Directors.

Section 2. Disciplinary Procedure

Whenever anyone believes that conduct of a member or non-member warrants disciplinary actions, he/she must file within ten (10) days of the actual incident and/or within ten (10) days of having gained knowledge of the incident, a complaint in writing with the Association President. Any complaint or protest must be accompanied by a cashier's check, certified check, money order or cash in the amount of \$25.00. Upon receipt of all complaints and/or protests, the President will then refer the same to the Association Board of Directors for consideration and investigation.

Section 3. Notification

Upon receipt by the President of any complaint or protest, notification shall be sent to the person accused of the violation of RHANW rules, to the person's last known address. Said notice shall contain a copy of the complaint or protest and shall advise the accused of the procedure to be followed by the Board of Directors.

Section 4. Board Recommendation

After the Board completes its investigation, it shall then make recommendation on whether the matter is sufficiently serious to warrant a hearing. If a hearing is recommended, the parties involved will be notified in writing not less than 30 days prior to said meeting, of the time and place to meet before the Board of Directors and to be heard on his/her own behalf and to hear and refute any evidence offered against him/her.

Section 5. Written Report

The Board of Directors will issue a written report including finding of fact and conclusions within 30 days after the close of the hearing. All parties will receive a copy of the findings of fact and conclusions prepared by the Board of Directors.

Section 6. Publication of Suspension

Any member who is disciplined or suspended, their name will be published in any outgoing Association correspondence (i.e. newsletter, website) under the Suspended Person Column.

Section 7. Length of Suspension

Any suspended member of the Association will not be allowed to participate in any Association approved reining horse event as an owner of a horse, rider, or act as an agent in connection with any Association event for a period of no less than six (6) months. In the event a suspended person enters an approved Association event within that six (6) month period, the Board of Directors will impose an additional six (6) month suspension.

Section 8. Decision and Action

The decision and action of the Board of Directors shall be final and binding upon all parties.

ARTICLE VIII. CAUSES FOR DISCIPLINARY ACTION FOR SUSPENSION**Section 1. Unsportsmanlike Conduct**

Unsportsmanlike conduct either toward judges, show management, or other exhibitors will not be tolerated. Violations will be brought before the Board of Directors for possible disciplinary action or suspension.

Section 2. Violation of Show Rules

Violation of any or all of the show rules will result in possible disciplinary action or suspension as deemed appropriate by the Board of Directors.

Section 3. Nonpayment

Any member or non-member may be denied membership privileges or suspended for non-payment of any monetary obligation owed to the Association or any RHANW approved show. Written notice of the amount due will be sent to the parties involved and 15 days allowed before action will be taken by the Board of Directors. Any suspension or denial of privilege brought about due to non-payment will be terminated upon receipt of payment in full of obligation.

ARTICLE IX. PROTEST FEES**Section 1. Refund**

The Board of Directors shall have the exclusive discretion to determine whether the \$25.00 protest fee shall be returned to the protestor regardless of the action taken by the Board.

ARTICLE X. ANNUAL STATEMENTS, MONTHLY BALANCE SHEET

Section 1. Annual Statement

The President and Board of Directors shall present at each annual meeting a full and complete statement of the business and affairs of the Association for the preceding year. Such statements shall be prepared and presented in whatever manner the Board of Directors shall deem advisable and need not be verified by a certified public accountant.

ARTICLE XI. INDEMNIFICATION

Section 1. Eligibility

The Association shall indemnify each of its Directors, Officers, or Members against all reasonable expenses actually and necessarily incurred by him/her in connection with the daily management and affairs of the Association.

Section 2. Approval

Approval by any two (2) officers must be obtained prior to expending any funds that will be submitted for indemnification.

ARTICLE XII. AMENDMENTS

Section 1. Notification to Officers

Amendment to the By-Laws must be presented to the President at least 60 days prior to the annual meeting and written notice of the proposed amendments given out to the general membership by way of the newsletter or special mailing at least 30 days prior to the annual meeting. These amendments will be considered and voted on at the annual meeting and must be passed by the majority of the members voting in person or by absentee ballot.

ARTICLE XIII. CONTRACTS, LOANS, CHECKS, AND DEPOSITS

Section 1. Contracts

The Board of Directors may authorize any office or officers, agent of their designees, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association and such authority may be general or confined to specific instances. This authority in no way conflicts with the authority of the President to enter into agreements as set forth under the obligation and duties of an officer.

Section 2. Loans

No loans shall be contracted on behalf of the Association and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 3. Check, Drafts, etc.

All checks, drafts or other order for the payment of money, notes, or other evidence of indebtedness issued in the name of the Association shall be signed by such officer or officers, agent or agents of the Association and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 4. Deposits

All funds of the Association not otherwise employed shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors may select.

ARTICLE XIV. SIRE AND DAM PROGRAM

Section 1. Chairperson

At such time that the membership decides to begin a Sire and Dam Program, the President shall appoint a Chairperson.

Section 2. Duties

The duties of the Chairperson of the Sire and Dam Program shall be to keep all records, collect breeding fees and prepare advertisements relating to the said program. He/she shall work in close collaboration with the President and Treasurer of the Association.

Section 3. Bond

The Chairperson of the Sire and Dam program will be covered by a surety bond that will be provided by the Association and paid for from Association funds.